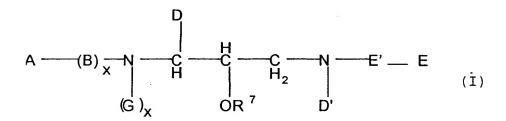
## CLAIMS

We claim:

## 1. A compound of formula I:



or a pharmaceutically acceptable salt thereof, wherein: E' is -CO- or  $-SO_2-$ ;

A is selected from H; Ht;  $-R^1-Ht$ ;  $-R^1-C_1-C_6$  alkyl, which is optionally substituted with one or more groups independently selected from hydroxy,  $C_1-C_4$  alkoxy, Ht, -O-Ht,  $-NR^2-CO-N(R^2)_2$ ,  $-SO_2-R^2$  or  $-CO-N(R^2)_2$ ;  $-R^1-C_2-C_6$  alkenyl, which is optionally substituted with one or more groups independently selected from hydroxy,  $C_1-C_4$  alkoxy, Ht, -O-Ht,  $-NR^2-CO-N(R^2)_2$  or  $-CO-N(R^2)_2$ ; or  $R^7$ ;

each  $R^1$  is independently selected from -C(0)-,  $-S(0)_2$ -, -C(0)-C(0)-, -O-C(0)-, -O- $S(0)_2$ ,  $-NR^2$ - $S(0)_2$ -,  $-NR^2$ -C(0)- or  $-NR^2$ -C(0)-C(0)-;

each Ht is independently selected from  $C_3-C_7$  cycloalkyl;  $C_5-C_7$  cycloalkenyl;  $C_6-C_{14}$  aryl; or a 5-7 membered saturated or unsaturated heterocycle, containing one or more heteroatoms selected from N, O, or S; wherein said aryl or said heterocycle is optionally fused to Q; and wherein any member of said Ht is optionally substituted with one or more substituents independently selected from oxo,  $-OR^2$ ,  $SR^2$ ,  $-R^2$ ,  $-N(R^2)(R^2)$ ,  $-R^2-OH$ , -CN,

 $-\text{CO}_2\text{R}^2, -\text{C}(\text{O}) - \text{N}(\text{R}^2)_2, -\text{S}(\text{O})_2 - \text{N}(\text{R}^2)_2, -\text{N}(\text{R}^2) - \text{C}(\text{O}) - \text{R}^2, -\text{N}(\text{R}^2) - \text{C}(\text{O}) - \text{R}^2, -\text{N}(\text{R}^2) - \text{C}(\text{O})_n - \text{R}^2, -\text{C}(\text{O})_n - \text{R}^2, -\text{C}(\text{O})_n - \text{Q}, \\ \text{methylenedioxy}, -\text{N}(\text{R}^2) - \text{S}(\text{O})_2(\text{R}^2), \text{halo}, -\text{CF}_3, -\text{NO}_2, \text{Q}, -\text{OQ}, \\ -\text{OR}^7, -\text{SR}^7, -\text{R}^7, -\text{N}(\text{R}^2)(\text{R}^7) \text{ or } -\text{N}(\text{R}^7)_2;$ 

each Q is independently selected from a 3-7 membered saturated, partially saturated or unsaturated carbocyclic ring system; or a 5-7 membered saturated, partially saturated or unsaturated heterocyclic ring containing one or more heteroatoms selected from O, N, or S; wherein Q is optionally substituted with one or more groups selected from oxo,  $-OR^2$ ,  $-R^2$ ,  $-SO_2R^2$ ,  $-SO_2-N(R^2)_2$ ,  $-N(R^2)_2$ ,  $-N(R^2)-C(O)-R^2$ ,  $-R^2-OH$ , -CN,  $-CO_2R^2$ ,  $-C(O)-N(R^2)_2$ , halo,  $-CF_3$ ;

each  $R^2$  is independently selected from H, or  $C_1$ - $C_4$  alkyl,; and wherein said alkyl, when not a substituent of Q, is optionally substituted with Q or  $-OR^3$ ; wherein when said  $R^2$  is an  $-OR^3$  substituted moiety, said  $R^3$  in  $-OR^3$  may not be  $-OR^2$  substituted;

B, when present, is  $-N(R^2)-C(R^3)_2-C(0)-$ ; each x is independently 0 or 1;

each  $R^3$  is independently selected from H, Ht,  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkenyl,  $C_2$ - $C_6$  alkynyl,  $C_3$ - $C_6$  cycloalkyl or  $C_5$ - $C_6$  cycloalkenyl; wherein any member of said  $R^3$ , except H, is optionally substituted with one or more substituents selected from  $-OR^2$ ,  $-C(O)-NH-R^2$ ,  $-S(O)_n-N(R^2)(R^2)$ ,  $-N(R^2)_2$ ,  $-N(R^2)-C(O)-O(R^2)$ ,  $-N(R^2)-C(O)-N(R^2)$ ,  $-N(R^2)-C(O)-(R^2)$ , Ht, -CN,  $-SR^2$ ,  $-CO_2R^2$ , or  $NR^2-C(O)-R^2$ ;

each n is independently 1 or 2;

G, when present, is selected from H,  $R^7$  or  $C_1-C_4$  alkyl, or, when G is  $C_1-C_4$  alkyl, G and  $R^7$  are optionally bound to one another either directly or through a  $C_1-C_3$  linker to form a heterocyclic ring; or

when G is not present, the nitrogen to which G is attached is bound directly to the  $R^7$  group in  $-OR^7$  with the concomitant displacement of one -ZM group from  $R^7$ ;

D is selected from Q;  $C_1$ - $C_6$  alkyl optionally substituted with one or more groups selected from  $C_3$ - $C_6$  cycloalkyl,  $-OR^2$ , -S-Ht,  $-R^3$ , -O-Q or Q;  $C_2$ - $C_4$  alkenyl optionally substituted with one or more groups selected from  $-OR^2$ , -S-Ht,  $-R^3$ , -O-Q or Q;  $C_3$ - $C_6$  cycloalkyl optionally substituted with or fused to Q; or  $C_5$ - $C_6$  cycloalkenyl optionally substituted with or fused to Q;

D' is selected from  $C_{1}$ - $C_{15}$  alkyl,  $C_{2}$ - $C_{15}$  alkenyl or C<sub>2</sub>-C<sub>15</sub> alkynyl, each of which contains one or more substituents selected from oxo, halo, -CF3, -OCF3, -NO2, azido, -SH,  $-SR^3$ ,  $-N(R^3)-N(R^3)_2$ ,  $-O-N(R^3)_2$ ,  $-(R^3)N-O-(R^3)$ ,  $-N(R^3)_2$ , -CN,  $-CO_2R^3$ ,  $-C(O)-N(R^3)_2$ ,  $-S(O)_n-N(R^3)_2$ ,  $-N(R^3) C(O) - R^3$ ,  $-N(R^3) - C(O) - N(R^3)_2$ ,  $-N(R^3) - C(O) - S(R^3)$ ,  $-C(O) - R^3$ ,  $-S(O)_n-R^3$ ,  $-N(R^3)-S(O)_n(R^3)$ ,  $-N(R^3)-S(O)_n-N(R^3)_2$ ,  $-S-NR^3 C(0)R^3$ ,  $-C(S)N(R^3)_2$ ,  $-C(S)R^3$ ,  $-NR^3-C(0)OR^3$ ,  $-O-C(0)OR^3$ ,  $-O-C(0)OR^3$  $C(O)N(R^3)_2$ ,  $-NR^3-C(S)R^3$ , =N-OH,  $=N-OR^3$ ,  $=N-N(R^3)_2$ ,  $=NR^3$ ,  $=NNR^3C(O)N(R^3)_2$ ,  $=NNR^3C(O)OR^3$ ,  $=NNR^3S(O)_p-N(R^3)_2$ ,  $-NR^3 C(S) OR^3$ ,  $-NR^3-C(S) N(R^3)_2$ ,  $-NR^3-C[=N(R^3)]-N(R^3)_2$ ,  $-N(R^3) C[=N-NO_2]-N(R^3)_2$ ,  $-N(R^3)-C[=N-NO_2]-OR^3$ ,  $-N(R^3)-C[=N-CN]-OR^3$ ,  $-N(R^3)-C[=N-CN]-(R^3)_2$ ,  $-OC(O)R^3$ ,  $-OC(S)R^3$ ,  $-OC(O)N(R^3)_2$ ,  $-C(0)N(R^3)-N(R^3)_2$ ,  $-O-C(0)N(R^3)-N(R^3)_2$ ,  $O-C(0)N(OR^3)(R^3)$ ,  $N(R^3) - N(R^3) C(O) R^3$ ,  $N(R^3) - OC(O) R^3$ ,  $N(R^3) - OC(O) R^3$ ,  $N(R^3) - OC(O) R^3$  $OC(O)R^3$ ,  $-OC(S)N(R^3)_2$ ,  $-OC(S)N(R^3)(R^3)$ , or  $PO_3-R^3$ ; with the proviso that when  $R^7$  is H, E' is  $-SO_2$ , G is H or alkyl, and when B is present or when B is not present and R1 is -C(0)-, D' may not be  $C_1$ - $C_{15}$  alkyl substituted with one substituent selected from  $-N(R^3)_2$ ,  $-SR^3$  or  $-S(0)_n-R^3$ , or substituted with two  $-N(R^3)_2$  substituents;

E is selected from Ht; O-Ht; Ht-Ht; Ht fused with Ht;  $-O-R^3$ ;  $-N(R^2)(R^3)$ ;  $C_1-C_6$  alkyl optionally substituted with one or more groups selected from  $R^4$  or Ht;  $C_2-C_6$  alkenyl optionally substituted with one or more groups selected from  $R^4$  or Ht;  $C_3-C_6$  saturated carbocycle optionally substituted with one or more groups selected from  $R^4$  or Ht; or  $C_5-C_6$  unsaturated carbocycle optionally substituted with one or more groups selected from  $R^4$  or Ht; or  $C_5-C_6$  unsaturated carbocycle optionally substituted with one or more groups selected from  $R^4$  or Ht;

each  $R^4$  is independently selected from  $-OR^2$ ,  $-OR^3$ ,  $-SR^2$ ,  $-SOR^2$ ,  $-SO_2R^2$ ,  $-CO_2R^2$ ,  $-C(O)-NHR^2$ ,  $-C(O)-N(R^2)_2$ ,  $-C(O)-NR^2(OR^2)$ ,  $-S(O)_2-NHR^2$ , halo,  $-NR^2-C(O)-R^2$ ,  $-N(R^2)_2$  or -CN;

each R<sup>7</sup> is independently selected from hydrogen,

$$- \left[ CH_{2} - O \right]_{X} \bigvee_{Y}^{ZM} - Z(M)_{X} \quad \text{or} \quad - \left[ CH_{2} - O \right]_{X} (R^{9})_{X}M' \quad ;$$

wherein each M is independently selected from H, Li, Na, K, Mg, Ca, Ba,  $-N(R^2)_4$ ,  $C_1-C_{12}$ -alkyl,  $C_2-C_{12}$ -alkenyl, or  $-R^6$ ; wherein 1 to 4  $-CH_2$  radicals of the alkyl or alkenyl group, other than the  $-CH_2$  that is bound to Z, is optionally replaced by a heteroatom group selected from O, S(O),  $S(O)_2$ , or  $N(R^2)$ ; and wherein any hydrogen in said alkyl, alkenyl or  $R^6$  is optionally replaced with a substituent selected from oxo,  $-OR^2$ ,  $-R^2$ ,  $N(R^2)_2$ ,  $N(R^2)_3$ ,  $R^2OH$ , -CN,  $-CO_2R^2$ ,  $-C(O)-N(R^2)_2$ ,  $S(O)_2-N(R^2)_2$ ,  $N(R^2)-C(O)-R^2$ ,  $C(O)R^2$ ,  $-S(O)_n-R^2$ ,  $OCF_3$ ,  $-S(O)_n-R^6$ ,  $N(R^2)-S(O)_2(R^2)$ , halo,  $-CF_3$ , or  $-NO_2$ ;

M' is H,  $C_1-C_{12}$ -alkyl,  $C_2-C_{12}$ -alkenyl, or  $-R^6$ ; wherein 1 to 4 -CH<sub>2</sub> radicals of the alkyl or alkenyl group is

optionally replaced by a heteroatom group selected from O, S, S(O), S(O)<sub>2</sub>, or N(R<sup>2</sup>); and wherein any hydrogen in said alkyl, alkenyl or R<sup>6</sup> is optionally replaced with a substituent selected from oxo,  $-OR^2$ ,  $-R^2$ ,  $-N(R^2)_2$ ,  $N(R^2)_3$ ,  $-R^2OH$ , -CN,  $-CO_2R^2$ ,  $-C(O)-N(R^2)_2$ ,  $-S(O)_2-N(R^2)_2$ ,  $-N(R^2)-C(O)-R_2$ ,  $-C(O)R^2$ ,  $-S(O)_n-R^2$ ,  $-OCF_3$ ,  $-S(O)_n-R^6$ ,  $-N(R^2)-S(O)_2(R^2)$ , halo,  $-CF_3$ , or  $-NO_2$ ;

Z is O, S,  $N(R^2)_2$ , or, when M is not present, H.

Y is P or S;

X is O or S;

 $R^9$  is  $C(R^2)_2$ , O or  $N(R^2)$ ; and wherein when Y is S, Z is not S;

 $R^6$  is a 5-6 membered saturated, partially saturated or unsaturated carbocyclic or heterocyclic ring system, or an 8-10 membered saturated, partially saturated or unsaturated bicyclic ring system; wherein any of said heterocyclic ring systems contains one or more heteroatoms selected from O, N, S, S(O), or N( $R^2$ ); and wherein any of said ring systems optionally contains 1 to 4 substituents independently selected from OH,  $C_1$ - $C_4$  alkyl,  $-O-C_1-C_4$  alkyl or  $-O-C(O)-C_1-C_4$  alkyl; and

each  $R^5$  is independently selected from hydrogen,  $C_1$ - $C_8$  alkyl,  $C_2$ - $C_8$  alkenyl,  $C_2$ - $C_8$  alkynyl or Ht, wherein any  $R^5$ , except for hydrogen, is optionally substituted with -CF<sub>3</sub>, -PO<sub>3</sub> $R^3$ , azido or halo.

2. The compound according to claim 1, having the formula IA:

A 
$$\longrightarrow$$
 (B)  $\xrightarrow{N}$   $\xrightarrow{C}$   $\xrightarrow{C}$   $\xrightarrow{C}$   $\xrightarrow{H_2}$   $\xrightarrow{D'}$   $\xrightarrow{C}$   $\xrightarrow{C}$   $\xrightarrow{H_2}$   $\xrightarrow{D'}$  (IA)

wherein:

D' is selected from  $C_{1-15}$  alkyl,  $C_{2-15}$  alkenyl or  $C_{2}$ - $C_{15}$  alkynyl; each of which is substituted with one to two -CN groups and each of which is optionally substituted with  $C_{3}$ - $C_{8}$  cycloalkyl.

 ${\tt 3.}$  The compound according to claim 2 wherein:

D' is selected from  $C_{1-15}$  alkyl or  $C_{2-15}$  alkenyl; each of which is substituted with one to two -CN groups and each of which is optionally substituted with  $C_{3-}C_{8}$  cycloalkyl.

4. The compound according to claim 2 wherein:

D' is  $C_{2}$ - $C_{15}$  alkynyl which is substituted with one to two -CN groups and each of which is optionally substituted with  $C_{3}$ - $C_{8}$  cycloalkyl.

5. The compound according to claim 1 having the formula IB:

$$A \longrightarrow (B)_{X} N \longrightarrow C \longrightarrow C \longrightarrow C \longrightarrow N \longrightarrow SO_{2} \longrightarrow E$$

$$(G)_{X} OR^{7} D'$$
(IB)

wherein:

D' is selected from  $C_{1}$ - $C_{15}$  alkyl,  $C_{2}$ - $C_{15}$  alkenyl or C<sub>2</sub>-C<sub>15</sub> alkynyl, each of which contains one or more substituents selected from oxo, halo, -CF3, -OCF3, -NO2, azido, -SH,  $-SR^3$ ,  $-N(R^3)-N(R^3)_2$ ,  $-O-N(R^3)_2$ ,  $-(R^3)N-O-(R^3)$ ,  $-N(R^3)_2$ ,  $-CO_2R^3$ ,  $-C(O)-N(R^3)_2$ ,  $-S(O)_p-N(R^3)_2$ ,  $-N(R^3)-C(O)-R^3$ ,  $-N(R^3)-C(O)-N(R^3)_2$ ,  $-N(R^3)-C(O)-S(R^3)$ ,  $-C(O)-R^3$ ,  $-S(O)_n-R^3$ ,  $-N(R^3)-S(O)_{p}(R^3)$ ,  $-N(R^3)-S(O)_{p}-N(R^3)_{2}$ ,  $-S-NR^3-C(O)R^3$ ,  $-C(S)N(R^3)_2$ ,  $-C(S)R^3$ ,  $-NR^3-C(O)OR^3$ ,  $-O-C(O)OR^3$ ,  $-O-C(O)OR^3$  $C(O)N(R^3)_2$ ,  $-NR^3-C(S)R^3$ , =N-OH,  $=N-OR^3$ ,  $=N-N(R^3)_2$ ,  $=NR^3$ ,  $=NNR^3C(O)N(R^3)_2$ ,  $=NNR^3C(O)OR^3$ ,  $=NNR^3S(O)_n-N(R^3)_2$ ,  $-NR^3 C(S)OR^3$ ,  $-NR^3-C(S)N(R^3)_2$ ,  $-NR^3-C[=N(R^3)]-N(R^3)_2$ ,  $-N(R^3) C[=N-NO_2]-N(R^3)_2$ ,  $-N(R^3)-C[=N-NO_2]-OR^3$ ,  $-N(R^3)-C[=N-CN]-OR^3$ ,  $-N(R^3)-C[=N-CN]-(R^3)_2$ ,  $-OC(O)R^3$ ,  $-OC(S)R^3$ ,  $-OC(O)N(R^3)_2$ ,  $-C(O)N(R^3)-N(R^3)_2$ ,  $-O-C(O)N(R^3)-N(R^3)_2$ ,  $O-C(O)N(OR^3)(R^3)$ ,  $N(R^3) - N(R^3) C(O) R^3$ ,  $N(R^3) - OC(O) R^3$ ,  $N(R^3) - OC(O) R^3$ ,  $N(R^3) OC(O)R^3$ ,  $-OC(S)N(R^3)_2$ ,  $-OC(S)N(R^3)(R^3)$ , or  $PO_3-R^3$ ; with the proviso that when  $R^7$  is H, E' is  $-SO_2-$ , G is H or alkyl, and when B is present or when B is not present and R1 is -C(0)-, D' may not be  $C_1$ - $C_{15}$  alkyl substituted with one substituent selected from  $-N(R^3)_2$ ,  $-SR^3$  or  $-S(0)_n-R^3$ , or substituted with two  $-N(R^3)_2$  substituents.

6. The compound according to claim 5 wherein: D' is selected from  $C_1$ - $C_{15}$  alkyl or  $C_2$ - $C_{15}$  alkenyl, each of which contains one or more substituents selected from oxo, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -NO<sub>2</sub>, azido, - N(R<sup>3</sup>)-N(R<sup>3</sup>)<sub>2</sub>, -O-N(R<sup>3</sup>)<sub>2</sub>, -(R<sup>3</sup>)N-O-(R<sup>3</sup>), -N(R<sup>3</sup>)<sub>2</sub>, -N(R<sup>3</sup>)-C(O)-N(R<sup>3</sup>)<sub>2</sub>, -N(R<sup>3</sup>)-C(O)-S(R<sup>3</sup>), -C(O)-R<sup>3</sup>, -S(O)<sub>n</sub>-R<sup>3</sup>, -N(R<sup>3</sup>)-S(O)<sub>n</sub>(R<sup>3</sup>), -N(R<sup>3</sup>)-

 $S(O)_{n}-N(R^{3})_{2}$ ,  $-S-NR^{3}-C(O)R^{3}$ ,  $-C(S)N(R^{3})_{2}$ ,  $-C(S)R^{3}$ ,  $-NR^{3} C(0) OR^3$ ,  $-O-C(0) OR^3$ ,  $-O-C(0) N(R^3)_2$ ,  $-NR^3-C(S) R^3$ , =N-OH, =N-OH $OR^3$ , =N-N(R<sup>3</sup>)<sub>2</sub>, =NR<sup>3</sup>, =NNR<sup>3</sup>C(O)N(R<sup>3</sup>)<sub>2</sub>, =NNR<sup>3</sup>C(O)OR<sup>3</sup>,  $=NNR^3S(O)_n-N(R^3)_2$ ,  $-NR^3-C(S)OR^3$ ,  $-NR^3-C(S)N(R^3)_2$ ,  $-NR^3-C(S)N(R^3)_2$  $C[=N(R^3)]-N(R^3)_2$ ,  $-N(R^3)-C[=N-NO_2]-N(R^3)_2$ ,  $-N(R^3)-C[=N-NO_2]-N(R^3)_2$  $OR^3$ ,  $-N(R^3) - C[=N-CN] - OR^3$ ,  $-N(R^3) - C[=N-CN] - (R^3)_2$ ,  $-OC(O)R^3$ ,  $-OC(S)R^3$ ,  $-OC(O)N(R^3)_2$ ,  $-C(O)N(R^3)-N(R^3)_2$ ,  $-O-C(O)N(R^3) N(R^3)_2$ , O-C(O)N(OR<sup>3</sup>)(R<sup>3</sup>),  $N(R^3)$ -N(R<sup>3</sup>)C(O)R<sup>3</sup>,  $N(R^3)$ -OC(O)R<sup>3</sup>,  $N(R^3) - OC(O)R^3$ ,  $N(R^3) - OC(O)R^3$ ,  $-OC(S)N(R^3)_2$ ,  $-OC(S)N(R^3)$  ( $R^3$ ), or  $PO_3-R^3$ ;  $C_2-C_{15}$  alkynyl which contains one or more substituents selected from oxo, halo, -CF3, -OCF3, -NO2, azido, -SH,  $-SR^3$ ,  $-N(R^3)-N(R^3)_2$ ,  $-O-N(R^3)_2$ ,  $-(R^3)N-O-(R^3)$ ,  $-N(R^3)_{2}$ ,  $-CO_2R^3$ ,  $-C(O)-N(R^3)_2$ ,  $-S(O)_n-N(R^3)_2$ ,  $-N(R^3)-C(O)-R^3$ ,  $-N(R^3)-C(O)-N(R^3)_2$ ,  $-N(R^3)-C(O)-S(R^3)$ ,  $-C(O)-R^3$ ,  $-S(O)_n-R^3$ ,  $-N(R^3)-S(O)_n(R^3)_{-N(R^3)}-S(O)_n-N(R^3)_{2}_{-N(R^3)}-S-NR^3-C(O)_n^3_{-N(R^3)}$  $-C(S)N(R^3)_2$ ,  $-C(S)R^3$ ,  $-NR^3-C(O)OR^3$ ,  $-O-C(O)OR^3$ ,  $-O-C(O)OR^3$  $C(O)N(R^3)_2$ ,  $-NR^3-C(S)R^3$ , =N-OH,  $=N-OR^3$ ,  $=N-N(R^3)_2$ ,  $=NR^3$ ,  $=NNR^{3}C(O)N(R^{3})_{2}$ ,  $=NNR^{3}C(O)OR^{3}$ ,  $=NNR^{3}S(O)_{n}-N(R^{3})_{2}$ ,  $-NR^{3} C(S)OR^3$ ,  $-NR^3-C(S)N(R^3)_2$ ,  $-NR^3-C[=N(R^3)]-N(R^3)_2$ ,  $-N(R^3) C[=N-NO_2]-N(R^3)_2$ ,  $-N(R^3)-C[=N-NO_2]-OR^3$ ,  $-N(R^3)-C[=N-CN]-OR^3$ ,  $-N(R^3)-C[=N-CN]-(R^3)_2$ ,  $-OC(O)R^3$ ,  $-OC(S)R^3$ ,  $-OC(O)N(R^3)_2$ , - $C(O)N(R^3)-N(R^3)_2$ ,  $-O-C(O)N(R^3)-N(R^3)_2$ ,  $O-C(O)N(OR^3)(R^3)$ ,  $N(R^3) - N(R^3) C(O) R^3$ ,  $N(R^3) - OC(O) R^3$ ,  $N(R^3) - OC(O) R^3$ ,  $N(R^3) OC(O)R^3$ ,  $-OC(S)N(R^3)_2$ ,  $-OC(S)N(R^3)(R^3)$ , or  $PO_3-R^3$ ; with the proviso that when  $R^7$  is H, E' is  $-SO_2-$ , G is H or alkyl, and when B is present or when B is not present and R1 is -C(0)-, D' may not be  $C_1$ - $C_{15}$  alkyl substituted with one substituent selected from  $-N(R^3)_2$  or  $-S(O)_n-R^3$ , or substituted with two  $-N(R^3)_2$  substituents.

7. The compound according to claim 5 wherein:

D' is selected from  $C_1$ - $C_{15}$  alkyl or  $C_2$ - $C_{15}$  alkenyl, each of which contains one or more substituents selected from -SH, -SR<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -C(O)-N(R<sup>3</sup>)<sub>2</sub>, -S(O)<sub>n</sub>-N(R<sup>3</sup>)<sub>2</sub> or -N(R<sup>3</sup>)-C(O)-R<sup>3</sup>; with the proviso that when R<sup>7</sup> is H, E' is -SO<sub>2</sub>-, G is H or alkyl, and when B is present or when B is not present and R<sup>1</sup> is -C(O)-, D' may not be  $C_1$ - $C_{15}$  alkyl substituted with one substituent selected from -SR<sup>3</sup>.

- 8. The compound according to any one of claims 1 to 4, wherein E' is  $SO_2$ .
- 9. The compound according to any one of claims 1 to 7, wherein at least one  $R^7$  is selected from:

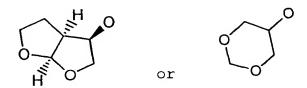
$$H$$
 $NH_2$ 
 $NH_$ 

 $PO_3$ -spermine,  $PO_3$ -(spermidine)<sub>2</sub> or  $PO_3$ -(meglamine)<sub>2</sub>.

10. The compound according to claim 8, having the formula II:

11. The compound according to claim 10, wherein:

A is R'-C(O)-; and R' is selected from



12. The compound according to claim 10, wherein:

D' is  $-CH_2-R''$ ; and

R'' is selected from

wherein m is 0 to 3.

13. The compound according to claim 10, wherein  ${\tt E}$  is selected from

14. The compound according to claim 10, wherein  $\mbox{R}^{7}$  is  $-\mbox{PO}_{3}^{2-}.$ 

15. The compound according to claim 1, having the formula III:

$$H_{t}-(CH_{2})x \xrightarrow{O} \underset{N}{\stackrel{H}{\bigvee}} O_{N} \xrightarrow{OR^{7} D'} SO_{2}-E$$

$$R^{3} \qquad (III).$$

16. The compound according to claim 1, having the formula IV:

(TV);

wherein  $R^{3'}$  is selected from H, Ht,  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkenyl,  $C_3$ - $C_6$  cycloalkyl or  $C_5$ - $C_6$  cycloalkenyl; wherein any member of said  $R^3$ , except H, is optionally substituted with one or more substituents selected from  $-OR^2$ , -C(O)-NH- $R^2$ ,  $-S(O)_n$ - $N(R^2)$  ( $R^2$ ),  $-N(R^2)_2$ ,  $-N(R^2)$ -C(O)- $O(R^2)$ ,  $-N(R^2)$ -C(O)- $N(R^2)$ ,  $-N(R^2)$ -C(O)- $N(R^2)$ ,  $-N(R^2)$ -C(O)- $R^2$ , -C(O)- $R^2$ , -C(O)- $R^2$ .

- 17. The compound according to claim 11, wherein said compound is selected from any one of compound numbers: 210, 224, 240, 248, 250, 255, 263, 270, 272, 280, 299, 300, 307, 309, 313, 314, 315, 316, 359, 360, 384, 483, 494, 496, 523, 524, 531, 542, 548, 553, 558, 563, 570, 571, 575, 579, 589, 596, 606, 609, 616.
- 18. The compound according to claim 11, wherein said compound is selected from any one of

compound numbers: 12, 16, 25, 29, 30, 31, 35, 39, 41, 42, 47, 100, 124, 375, 378, 421, 459, 464.

- 19. The compound according to claim 17, wherein said compound is selected from any one of compound numbers: 224, 240, 263, 270, 272, 280, 299, 300, 307, 309, 313, 314, 315, 316, 359, 360, 384, 483, 494, 496, 548, 553, 558, 563, 570, 571, 575, 579, 589, 596, 606, 609, 616.
- 20. The compound according to claim 18, wherein said compound is selected from any one of compound numbers: 12, 16, 25, 35, 39, 42, 47, 100, 375, 378, 421, 459, 464.
- 21. The compound according to claim 19, wherein said compound is selected from any one of compound numbers: 224, 240, 272, 299, 314.
- 22. The compound according to claim 20, wherein said compound is selected from any one of compound numbers: 16, 25, 42, 47, 100.
- 23. A composition comprising a compound according to any one of claims 1-22 or a pharmaceutically acceptable salt thereof in an amount sufficient to detectably inhibit aspartyl protease activity in a patient, and a pharmaceutically acceptable carrier.
- 24. The composition according to claim 23, further comprising an additional antiviral agent other than a compound of formula (I).

- 25. The composition according to claim 23, wherein said composition is formulated as a pharmaceutically acceptable, orally available tablet or capsule.
- 26. A method of treating an HIV virus infection in a human comprising the step of administering to said human a composition according to any one of claims 23 to 25.
- 27. The method according to claim 26, comprising the step of administering to said patient an additional antiviral agent other than a compound of formula I, wherein said additional antiviral agent is administered prior to, simultaneously with or following administration of said composition.